

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION

IN RE:	§	
	§	
ATP OIL & GAS CORPORATION	§	CASE NO. 12-36187
	§	
DEBTOR	§	CHAPTER 7

**ORDER CONFIRMING EXTINGUISHMENT OF OBLIGATIONS**

Upon consideration of the *Joint Motion to Confirm Extinguishment of Obligations* ("Joint Motion") (Docket No. 3947) filed by Rodney Tow, Trustee (the "Trustee"), Marubeni Oil & Gas (USA) Inc. ("MOGUS"), and Marathon Oil Company ("Marathon"),<sup>1</sup> and upon consideration of the *Final Order Approving: (I) Compromises and Settlements Between the Debtor and Marubeni Oil & Gas (USA) Inc. and Between the Debtor and the Williams Companies, Inc.; (II) Sale of Debtor's Interest In Certain Inventory Free and Clear of Liens, Claims And Encumbrances; (III) Assumption and Assignment of Certain Rights of Way Fee and Clear of Liens, Claims and Encumbrances; (IV) Approving Certain Procedures Related To the Assumption and the Assumption and Assignment of Certain Executory Contracts and/or Unexpired Leases; (V) Rejection of Certain Executory Contracts and Incorporating Procedures Relating Thereto; (VI) Form And Manner Of The Sale And The Sale Hearing; (VII) Granting Related Relief Consistent Therewith* (Docket No. 2987) (with all exhibits, the "Canyon Express P&A Order") and after reviewing the record and considering statements of counsel made on the record: IT IS HEREBY FOUND, DETERMINED AND ORDERED THAT:

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<sup>1</sup> All defined terms utilized herein and not otherwise defined have the meanings ascribed to them in the Joint Motion.

1. The ATP estate is the only party entitled to make a claim under section 2.1 of the Marathon PSA;

2. That upon Marathon's payment of the Allocated Amounts to either the Decommissioning Escrow or MOGUS as administrator of the Decommissioning Escrow, all obligations of Marathon to ATP and its estate associated therewith are extinguished and released in full for all purposes; and

3. In conjunction with the payment of the Allocated Amounts by Marathon as set out above in paragraph 2, the Trustee, ATP, and its estate will be relieved of any administrative obligations to provide formal notification, certification, or evidence as to completion of decommissioning activities associated with the MC 348 #1 Well, the MC 348 #2 Well, and the CEPS which may be required by the section 2.1 of Marathon PSA.

Houston, Texas this \_\_\_\_ day of March, 2017.

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Hon. Marvin Isgur  
United States Bankruptcy Judge